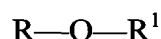


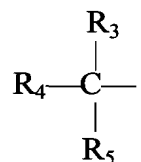
This listing of claims will replace all prior versions, and listings, of claims in the application:

**In the Claims:**

1. (Currently Amended) A retinoid ester having the formula



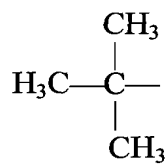
where R is a retinoyl of a retinoid selected from the group consisting of all-trans-retinoic acid, 9-cis-retinoic acid, 11-cis-retinoic acid, 13-cis-retinoic acid, 9,13-di-cis-retinoic acid, TTNPB, TTNN, TTAB, UAB8, AM80, AM580, AM555S, AGN 193836, AGN 190299, CD 2019, CD 417, R<sub>0</sub> 48-2249, R<sub>0</sub> 44-4753, R<sub>0</sub> 10-9359, SR 11254, BMS 185354, AGN 190299, CD 437 (AHPN), SR 11247, SR 11217, SR 11237, AGN 191701, LDG 100268, LDG 100568, LGD 100754, R<sub>0</sub> 25-7386, BMS 188970, SR 11004, and SR 11203 and R<sup>1</sup> is a highly sterically hindered functional group having the formula



where R<sub>3</sub>, R<sub>4</sub> and R<sub>5</sub> which may be the same or different are each independently selected from the group consisting of a straight chain or branched alkyl group in all isomeric forms having 1 to 10 carbon atoms, and an aryl group.

Claim 2 (Canceled)

3. (Original) The retinoid ester of claim 1 wherein R<sub>3</sub>, R<sub>4</sub> and R<sub>5</sub> are each independently selected from an alkyl group having 1 to 5 carbon atoms.
4. (Original) The retinoid ester of claim 1 wherein R<sup>1</sup> is a tertiary butyl structure having the formula

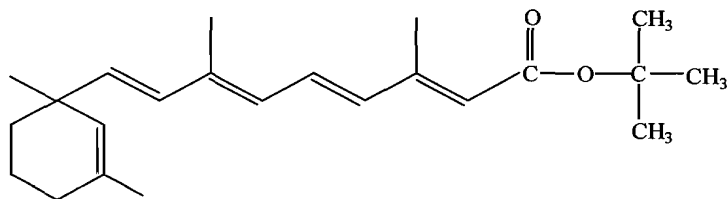


Claims 5-6 (Canceled)

7. (Original) The retinoid ester of claim 1 wherein R is a retinoyl of all-trans-retinoic acid.

8. (Cancelled)

9. (Original) A retinoid ester having the formula

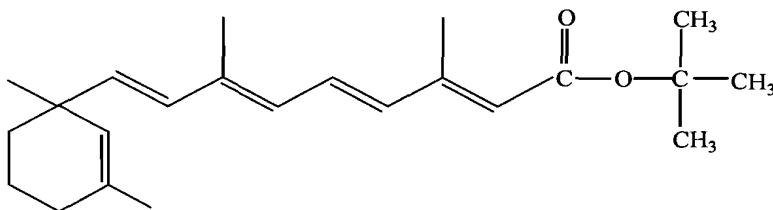


Claims 10-11 (Canceled)

12. (Original) A pharmaceutical composition comprising a retinoid ester as set forth in claim 1 together with a pharmaceutically acceptable excipient.

13. (Original) The composition of claim 12 having from about 0.01mg to about 100mg of said retinoid ester per gram of the composition.

14. (Original) A pharmaceutical composition comprising a retinoid ester having the formula



together with a pharmaceutically acceptable excipient

15. (Original) The composition of claim 14 having from about 0.01mg to about 100mg of said retinoid ester per gram of the composition.

Claims 16-19 (Canceled)

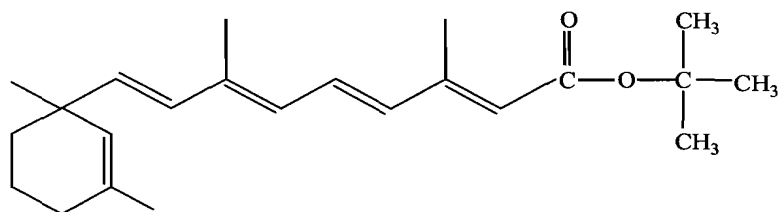
20. (Currently Amended) A method of treating a disease characterized by abnormal cell proliferation or cell differentiation where the disease is psoriasis, or the disease is cancer selected from the group consisting of skin cancer, leukemia, colon cancer, breast cancer, prostate cancer, ovarian cancer, neuroblastoma, and lung cancer, or the disease is a skin disorder selected from the group consisting of dermatitis, eczema and keratosis, comprising administering to a patient with said disease an effective amount of a retinoid ester as set forth in claim 1.

21. (Original) The method of claim 20 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

22. (Original) The method of claim 20 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

Claims 23-25 (Cancelled)

26. (Original) The method of claim 20 wherein the retinoid ester has the formula



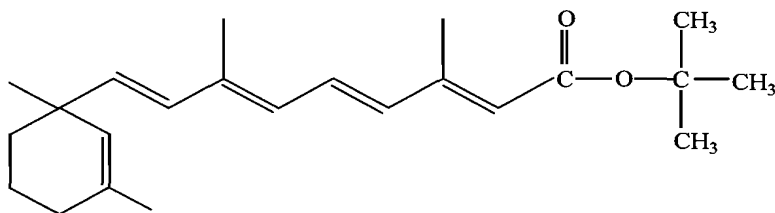
Claims 27-28 (Canceled)

29. (Original) A method of treating acne comprising administering to a patient with acne an effective amount of a retinoid ester as set forth in claim 1.

30. (Original) The method of claim 29 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

31. (Original) The method of claim 29 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

32. (Original) The method of claim 29 wherein the retinoid ester has the formula



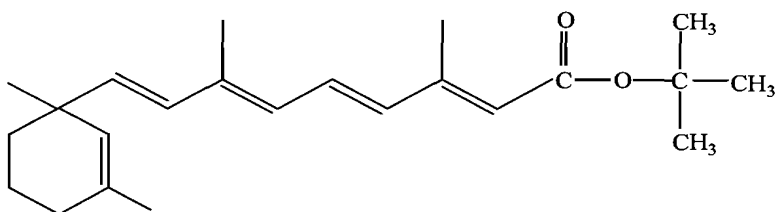
Claims 33-34 (Canceled)

35. (Original) A method of treating skin conditions selected from the group consisting of lack of skin firmness, wrinkles, lack of dermal hydration and insufficient sebum secretion which comprises administering to a patient with one of said skin conditions an effective amount of a retinoid ester as set forth in claim 1.

36. (Original) The method of claim 35 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

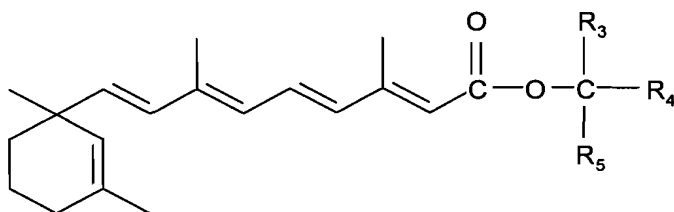
37. (Original) The method of claim 35 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

38. (Original) The method of claim 35 wherein the retinoid ester has the formula



Claims 39-40 (Canceled)

41. (New) A retinoid ester having the formula



where  $R_3$ ,  $R_4$  and  $R_5$  which may be the same or different are each independently selected from the group consisting of a straight chain or branched alkyl group in all isomeric forms having 1 to 10 carbon atoms, and an aryl group.

42. (New) The retinoid ester of claim 41 wherein  $R_3$ ,  $R_4$  and  $R_5$  are each independently selected from an alkyl group having 1 to 5 carbon atoms.

43. (New) A method of treating a disease characterized by abnormal cell proliferation or cell differentiation where the disease is psoriasis, or the disease is cancer selected from the group consisting of skin cancer, leukemia, colon cancer, breast cancer, prostate cancer, ovarian cancer, neuroblastoma, and lung cancer, or the disease is a skin disorder selected from the group consisting of dermatitis, eczema and keratosis, comprising administering to a patient with said disease an effective amount of a retinoid ester as set forth in claim 41.

44. (New) The method of claim 43 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

45. (New) The method of claim 43 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

46. (New) A method of treating acne comprising administering to a patient with acne an effective amount of a retinoid ester as set forth in claim 41.

47. (New) The method of claim 46 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

48. (New) The method of claim 46 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

49. (New) A method of treating skin conditions selected from the group consisting of lack of skin firmness, wrinkles, lack of dermal hydration and insufficient sebum secretion which comprises administering to a patient with one of said skin conditions an effective amount of a retinoid ester as set forth in claim 41.

50. (New) The method of claim 49 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

51. (New) The method of claim 49 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.